

Hearing Date: May 7, 2009
Hearing Time: 9:00 a.m. (prevailing Eastern time)

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re : Chapter 11
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DELPHI CORPORATION, et al. : Case No. 05-44481 (RDD)
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Debtors. : (Jointly Administered)
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PROPOSED OFF-OMNIBUS HEARING AGENDA

Location Of Hearing: United States Bankruptcy Court for the Southern District of New York, Alexander Hamilton Custom House, Room 610, 6th Floor, One Bowling Green, New York, New York 10004-1408

The matters set for hearing are divided into the following categories for the purposes of this Proposed Agenda:

- A. Introduction
- B. Continued Or Adjourned Matters (2 Matters)
- C. Uncontested, Agreed, Or Settled Matters (2 Matters)
- D. Contested Matters (None)
- E. Adversary Proceedings (None)

B. Continued Or Adjourned Matters

- 1. **"Steering Option Exercise Motion"** - Motion For Order Under 11 U.S.C. Section 363 And Fed. R. Bankr. P. 6004 Authorizing And Approving Option Exercise Agreement With General Motors Corporation (Docket No. 16410)

Responses filed: Michigan Department of Environmental Quality's Limited Objection to the Motion for Order Under 11 USC § 363 and Fed. R. Bankr. P. 6004 Authorizing and Approving Option Exercise Agreement with General Motors Corporation (Docket No. 16472)

Response of Pension Benefit Guaranty Corporation To Debtors' Motion for Order Under U.S.C. § 363 and Fed. R. Bankr. P 6004 Authorizing and Approving Exercise Agreement (Docket No. 16475)

Limited Objection of the Official Committee of Unsecured Creditors To the Debtors' Motion for Order Under 11 U.S.C. § 363 and Fed R. Bankr. P. 6004 Authorizing and Approving Option Exercise Agreement with General Motors Corporation (Docket No. 16476)

Limited Objection of Wilmington Trust Company As Indenture Trustee to Motion for Order under 11 U.S.C § 363 and Fed. R. Bankr. P. 6004 Authorizing and Approving Option Exercise Agreement with General Motors Corporation (Docket No. 16478)

Objection to Motion /Limited Objection of the Tranche C Collective to Debtors' Motion for Order Under 11 U.S.C. 363 and Fed R. Bankr. P. 6004 Authorizing and Approving Option Exercise

Agreement with General Motors Corporation (Docket No. 16492)

JPMorgan Chase Bank, N.A.'s Response and Limited Objection to the Debtors' Motion for Order Under 11 U.S.C. § 363 and Fed. R. Bankr. P. 6004 Authorizing and Approving Option Exercise Agreement With General Motors Corporation (Docket No. 16493)

Reply filed: *Debtors' Omnibus Reply In Support Of Steering Option Exercise Motion (Docket No. 16500)*

Related filings: *None.*

Status: *This matter is being adjourned to the May 21, 2009 omnibus hearing.*

2. **"GM Arrangement Fourth and Fifth Amendment Approval Motion"** - Motion For Order Authorizing Debtors To Enter Into Fourth Amendment And Fifth Amendment To Arrangement With General Motors Corporation (Docket No. 16411)

Responses filed: *None.*

Reply filed: *None.*

Related filings: *None.*

Status: *This matter is being adjourned to the May 21, 2009 omnibus hearing.*

C. Uncontested, Agreed, Or Settled Matters

3. **"Fourth Amendment To DIP Credit Agreement Motion"** - Expedited Motion For Interim And Final Order Ratifying And Approving Debtors' Entry Into (A) Fourth Amendment To Amended And Restated DIP Credit Agreement, (B) First Amendment To Amended And Restated Security And Pledge Agreement, And (C) Related Documents In Connection Therewith (Docket No. 16587)

Responses filed: *None.*

Reply filed: *None.*

Related filings: *Order To Show Cause Why Expedited Motion For Interim And Final Order Ratifying And Approving Debtors' Entry Into (A) Fourth Amendment To*

*Amended And Restated DIP Credit Agreement, (B)
First Amendment To Amended And Restated Security
And Pledge Agreement, And (C) Related Documents
In Connection Therewith Should Not Be Granted
(Docket No. 16586)*

Status: *The interim hearing with respect to this matter will be proceeding.*

4. **" Third Accommodation Amendment Motion "** - Expedited Motion For Interim And Final Authorizing Debtors To (I) Enter Into Third Amendment To Accommodation Agreement With Certain Participating DIP Lenders And (II)(A) Enter Into Related Documents And (B) Pay Fees And Expenses In Connection Therewith (Docket No. 16599)

Responses filed: *None.*

Reply filed: *None.*

Related filings: *Order To Show Cause Why Expedited Motion For Interim And Final Order Authorizing Debtors To (I) Enter Into Third Amendment To Accommodation Agreement With Certain Participating DIP Lenders And (II)(A) Enter Into Related Documents And (B) Pay Fees And Expenses In Connection Therewith (Docket No. 16598)*

Status: *The interim hearing with respect to this matter will be proceeding.*

D. Contested Matters (None)

E. Adversary Proceedings (None)

Dated: New York, New York
May 6, 2009

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